

RECORDATION NO. 22937-B FILED

APR 30 '07 -2 38 PM

SURFACE TRANSPORTATION BOARD

April 30, 2007

Vernon Williams
Recordations Unit
Surface Transportation Board
395 E Street, SW
Washington, DC 20423-0001

Dear Vernon:

Please find attached, one original of the Partial Release dated April 30, 2007 between the following two parties:

The David J. Joseph Company
300 Pike Street
Cincinnati, Ohio 45202

Wells Fargo Equipment Finance, Inc.
733 Marquette Ave., Suite 700
Minneapolis, MN 55402

This filing is to appear in index as follows: Partial Release dated April 30, 2007, related to the forty one (41) railcars bearing reporting marks KEYX 1000-1040, inclusive.

Please file this agreement as a secondary document under Recordation Number 22937-B as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 22937 through 22937-A. The filing fee in the amount of \$34.00 can be charged to our account.

Should you have any questions or need further information, please do not hesitate to contact me at (513) 419-6062.

Sincerely,

Julie Woodard
Documentation Assistant

Rail Equipment Group

300 Pike Street
Cincinnati, OH 45202-4214
Phone (513) 419-6200
Fax (513) 419-6221

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SURFACE TRANSPORTATION BOARD

PARTIAL RELEASE

This Release is entered into as of April 30, 2007 between The David J. Joseph Company (f/k/a Joseph Transportation Services, Inc.), a Delaware corporation ("Joseph") and Wells Fargo Equipment Finance, Inc., a Minnesota corporation ("WFEFI").

WHEREAS, Joseph and WFEFI are parties to a Purchase and Sale Agreement dated as of May 2, 2000 (the "Agreement") pursuant to which (a) WFEFI purchased the railroad cars identified on Exhibit A hereto (the "Railcars") and (b) WFEFI granted Joseph certain rights in such Railcars which operated as a lien upon such Railcars;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Options, Rights of First Refusal and Remarketing Rights dated as of May 2, 2000 between Joseph and WFEFI (the "Memorandum of Options, Rights of First Refusal and Remarketing Rights") with the Surface Transportation Board (the "STB"); and

WHEREAS, the Memorandum of Options, Rights of First Refusal and Remarketing Rights was recorded with the STB and assigned recordation number 22937;

WHEREAS, Joseph and WFEFI memorialized the Agreement of record by filing a Memorandum of Assignment and Assumption Agreement dated as of May 2, 2000 between Joseph and WFEFI (the "Memorandum of Assignment and Assumption Agreement") with the STB; and

WHEREAS, the Memorandum of Assignment and Assumption Agreement was recorded with the STB and assigned recordation number 22937-A;

NOW THEREFORE, in consideration of the premises and mutual covenants and agreements set forth herein and for other good and valuable consideration, the receipt of which is hereby acknowledged, the parties agree as follows:

1. The Memorandum of Options, Rights of First Refusal and Remarketing Rights is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Options, Rights of First Refusal and Remarketing Rights.

2. The Memorandum of Assignment and Assumption Agreement is hereby terminated. The parties hereby (a) release all rights, interests or claims to, and all liens and encumbrances upon, the Railcars as given under the Memorandum of Assignment and Assumption Agreement.

3. The parties desire to execute this Release for purposes of memorializing of record the agreements set forth herein.

4. This Release may be executed in as many counterparts as shall be determined by the parties hereto when so executed, each such counterpart shall be binding on both parties hereto, notwithstanding that both parties are not signatories to the same counterpart.

IN WITNESS WHEREOF, this Release has been duly executed by a duly authorized officer of The David J. Joseph Company as of the date and year first above written.

THE DAVID J. JOSEPH COMPANY

By: 

Title: Executive Vice President & CFO

Date: April 30, 2007

State of OHIO)
County of HAMILTON) ss

The foregoing instrument was acknowledged before me this 30th day of April, 2007 by James H. Goetz, the Executive Vice President and Chief Financial Officer of The David J. Joseph Company, a Delaware corporation, on behalf of the said corporation.



Notary Public

My Commission Has No Expiration

ANGELA DENISE WATTS

Attorney at Law

Notary Public, State of Ohio

My Commission Has No Expiration

Date Section 147.03 O.R.C.

EXHIBIT A

RAILCARS: Forty-one (41) railcars bearing reporting marks as follows:

KEYX 1000-1040, inclusive